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COUNSEL FOR DEBTORS IN POSSESSSION

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

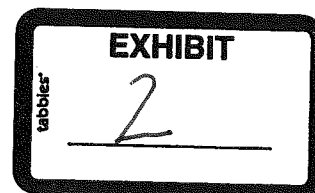
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|---------------------------|---|---------------------------------|
| IN RE: | § | Case No. 13-41053-DML-11 |
| | § | |
| WALLIS JAMES WINEGAR AND | § | |
| JANE LARSON WINEGAR d/b/a | § | In Proceedings Under Chapter 11 |
| WINEGAR ENTERPRISES, | § | |
| | § | |
| Debtors. | § | |

**AFFIDAVIT OF ANTHONY F. WOLF IN SUPPORT OF
MOTION FOR APPROVAL OF EMPLOYMENT OF FINANCIAL CONSULTANT
FOR THE DEBTORS IN POSSESSION**

STATE OF COLORADO §
§
COUNTY OF LA PLATA §

Anthony F. Wolf being duly sworn in view of the Motion for Approval of Employment of Financial Consultant for the Debtors in Possession (the "Motion") in the above entitled matter, hereby deposes and states:

1. "My name is Anthony F Wolf. I am over twenty-one (21) years of age, of sound mind, capable of making this Affidavit and fully competent to testify to the matters stated herein, and I have personal knowledge of the matters set forth herein.



2. "I am a Managing Director of Safe Harbor Associates, LLC ("Safe Harbor"). I have read the Motion for Approval of Employment of Financial Consultant for the Debtors in Possession to be filed by the Debtors in this case, and hereby certify that the statements contained therein are true and correct.

3. "Safe Harbor maintains its offices at 452 Horse Thief Lane, Durango, CO 81301.

4. In connection with their bankruptcy proceeding, Wallis James Winegar and Jane Larson Winegar ("Winegars" or "Debtors") seek to engage the services of a qualified financial consultant to assist in effecting a successful reorganization. In this regard, Winegars have entered into an engagement agreement dated August 1, 2013 with Safe Harbor Associates, LLC ("Safe Harbor") to perform the requisite services.

5. Safe Harbor is well qualified to provide the financial consulting services which are the subject of this Motion.

6. In connection with the subject chapter 11 bankruptcy case, Safe Harbor has agreed to provide services, including

- Assist Winegars in the development and validation of their business plan, financial projections, liquidation analysis, and cash flow budgets and associated cash management, disbursement, and reporting processes;
- Assist Winegars in their reporting of performance pursuant to applicable debtor-in-possession financing, cash collateral, or other orders entered by the Court;
- Assist Winegars in their contacts and communications with creditors and other parties at interest with respect to the Debtors' financial, operational, and reorganization matters;
- Assist Winegars in the preparation of their Plan of Reorganization, Disclosure Statement and associated financial projections;
- Perform such other services in connection with the reorganization of the Debtors and the preparation of the Debtors' proposed Plan of Reorganization as may be reasonably necessary to advance the Debtors' reorganization

efforts under Chapter 11 and the preparation, confirmation and consummation of its Plan of Reorganization;

7. The source of compensation for professional services to be rendered on behalf of Debtors shall be the Debtors' chapter 11 bankruptcy estate. Safe Harbor proposes to charge for services on an hourly basis at the rate of \$225.00 per hour for financial consulting services of the Managing Director.

8. In addition to compensation for professional services rendered, Safe Harbor shall seek reimbursement for reasonable and necessary expenses incurred in connection with these proceedings, including, but not limited to transportation, lodging, telephone, messenger services, postage and copying.

9. Safe Harbor understands that compensation for services rendered to Debtors will be subject to allowance by this Court pursuant to the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the rules and orders of this Court and intends to apply for compensation for professional services rendered in connection with this case and for reimbursement of actual and necessary expenses incurred in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the rules and order of this Court.

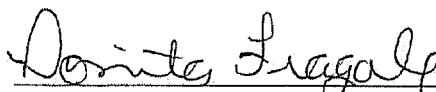
10. Except as disclosed herein, Safe Harbor is disinterested and has no connections with Debtors, creditors of the Debtors or any other party in interest, or their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, that would conflict with the services provided or to be provided to Debtors. Safe Harbor has never served as an examiner to the estate.

FURTHER AFFIANT SAITH NOT.



ANTHONY F. WOLF, Managing Director
of Safe Harbor Associates, LLC

SWORN TO AND SUBSCRIBED BEFORE ME on this 2nd day of August, 2013.



NOTARY PUBLIC in and for the State of
Colorado, County of LaPlata

